



COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

LLC-1103
(07/06)

ARTICLES OF ORGANIZATION FOR A DOMESTIC
PROFESSIONAL LIMITED LIABILITY COMPANY

Pursuant to Chapters 12 and 13 of Title 13.1 of the Code of Virginia the undersigned states as follows:

1. The name of the professional limited liability company is

(See instruction on reverse for name requirements)

2. The professional limited liability company is organized for the sole and specific purpose of rendering the professional services of _____.

3. A. The name of the professional limited liability company's initial registered agent is

_____.

B. The registered agent is **(mark appropriate box)**:

(1) an INDIVIDUAL who is a resident of Virginia **and**

- a member or manager of the limited liability company.
- a member or manager of a limited liability company that is a member or manager of the limited liability company.
- an officer or director of a corporation that is a member or manager of the limited liability company.
- a general partner of a general or limited partnership that is a member or manager of the limited liability company.
- a trustee of a trust that is a member or manager of the limited liability company.
- a member of the Virginia State Bar.

OR

(2) a domestic or foreign stock or nonstock corporation, limited liability company or registered limited liability partnership authorized to transact business in Virginia.

4. The professional limited liability company's initial registered office address, including the street and number, if any, which is identical to the business office of the initial registered agent, is

_____, VA _____,
(number/street) (city or town) (zip)

which is physically located in the county **or** city of _____.

5. The professional limited liability company's principal office address, including the street and number is

(number/street) (city or town) (state) (zip)

Organizer(s):

(signature) (date)

(printed name) (telephone number (optional))

SEE INSTRUCTIONS ON THE REVERSE

INSTRUCTIONS

Section 13.1-1003 of the Code of Virginia requires that the articles, except for the name of the entity, be in the English language, typewritten or printed in black, legible and reproducible. The document must be presented on uniformly white, opaque paper, free of visible watermarks and background logos.

You can download this form from our website at www.scc.virginia.gov/clk/formfee.aspx

The name must contain the words **limited company** or **limited liability company**, or the abbreviation **L.C.**, **LC**, **L.L.C.** or **LLC**, pursuant to § 13.1-1012A of the Code of Virginia; or, in place of these words or abbreviations, the professional limited liability company's name may use the initials **P.L.C.**, **PLC**, **P.L.L.C.** or **PLLC**, or the phrase **professional limited company**, **a professional limited company**, **professional limited liability company** or **a professional limited liability company** at the end of its name. See § 13.1-1104 of the Code of Virginia.

The proposed name must be distinguishable upon the records of the Commission. See § 13.1-1012 of the Code of Virginia. To check the availability of a limited liability company name, please contact the Clerk's Office Call Center at (804) 371-9733 or toll-free in Virginia at (866) 722-2551.

The articles must set forth the professional services the company is organized to render. The law limits such services to the personal services rendered by: pharmacists, optometrists, physical therapists and physical therapists assistants, practitioners of the healing arts, nurse practitioners, practitioners of the behavioral science professions, veterinarians, surgeons, dentists, architects, professional engineers, land surveyors, certified landscape architects, certified interior designers, public accountants, certified public accountants, attorneys at law, insurance consultants, audiologists or speech pathologists and clinical nurse specialists. See § 13.1-1102 of the Code of Virginia.

For the percentage of membership interests that must be held by individuals who are licensed or authorized to render the services for which the company is organized, see § 13.1-1111 of the Code of Virginia.

The professional limited liability company may not serve as its own registered agent.

The location of the registered office must be identical to the business office of the registered agent. See § 13.1-1015 of the Code of Virginia.

The registered office address must include a street and number, if any. A rural route and box number may only be used if no street address is associated with the registered office's location. A post office box is only acceptable for towns/cities that have a population of 2,000 or less if no street address or rural route and box number is associated with the registered office's location. State the name of the county or independent city in which the office is physically located. Counties and independent cities in Virginia are separate local jurisdictions.

The principal office is the office where the principal executive offices of the limited liability company are located. See § 13.1-1002 of the Code of Virginia. It is also the location at which the limited liability company is required to keep a current list of the full name and last known address of each member of the limited liability company, as well as the other limited liability company information and records specified in § 13.1-1028 of the Code of Virginia.

The principal office address must include a street and number, if one is associated with the principal office's location. A rural route and box number may only be used if no street address is associated with the principal office's location. A post office box is not acceptable given the statutory provisions described in the preceding paragraph.

One or more persons must sign the articles of organization as organizer. See § 13.1-1003 of the Code of Virginia.

It is a Class 1 misdemeanor for any person to sign a document he or she knows is false in any material respect with intent that the document be delivered to the Commission for filing. See § 13.1-1006 of the Code of Virginia.

Submit the original, signed articles to the Clerk of the State Corporation Commission, P.O. Box 1197, Richmond, Virginia 23218-1197, (Street address: 1300 East Main Street, Tyler Building, 1st Floor, Richmond, Virginia 23219), along with a check for the filing fee in the amount of **\$100.00**, payable to the State Corporation Commission. **PLEASE DO NOT SEND CASH.** If you have any questions, please call (804) 371-9733 or toll-free in Virginia, (866) 722-2551.